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April 23, 2001

RECORDATION NO. 7828-A FILED

APR 25 '01 2-83 PM

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

**SURFACE TRANSPORTATION BOARD**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of an Release, dated May 2, 1990, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement which was previously filed with the Commission under Recordation Number 7828.

The names and addresses of the parties to the enclosed document are:

Secured: IDS Certificate Company  
(successor to Pullman Incorporated  
and the Philadelphia Savings Fund Society)  
80 Eighth Street  
Minneapolis, MN 55402

[Debtor: Illinois Central Gulf Railroad]

A description of the railroad equipment covered by the enclosed document is:

200 hopper cars ICG 87000 - 870199, inclusive

Mr. Vernon A. Williams  
April 23, 2001  
Page Two

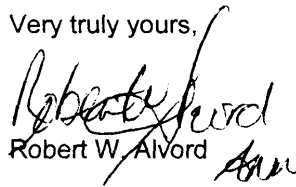
A short summary of the document to appear in the index follows:

Release from IDS Certificate Company, Secured Party, to Illinois  
Central Gulf Railroad.

Also enclosed is a check in the amount of \$28.00 payable to the order  
of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

  
Robert W. Alvord

RWA/anm  
Enclosures

RECORDING NO. 7828-A FILED

CERTIFICATION

APR 25 '01 2:28 PM

SURFACE TRANSPORTATION BOARD

I, Edward M. Luria, attorney licensed to practice in the Commonwealth of Pennsylvania, the District of Columbia and the State of Delaware, do hereby certify under penalty of perjury that I have compared the attached copy of a Release with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: April 23, 2001

Edward M. Luria  
Edward M. Luria

7880-A  
RECORDED IN FILED 145  
AUG 2 1990 -11 55 AM  
INTERSTATE COMMERCE COMMISSION

ILLINOIS CENTRAL GULF RAILROAD  
(NOW ILLINOIS CENTRAL RAILROAD)  
CONDITIONAL SALE AGREEMENT

Dated as of April 1, 1975

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RELEASE

Dated as of April 1, 1990

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BETWEEN  
IDS CERTIFICATE COMPANY  
as Assignee,

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY  
(Now Illinois Central Railroad Company)

R E L E A S E

KNOW ALL MEN BY THESE PRESENTS, that:

WHEREAS, heretofore as of the 1st day of April, 1975, a Conditional Sale Agreement was entered into by and between Pullman Incorporated (hereinafter called the "Vendor"), and ILLINOIS CENTRAL GULF RAILROAD COMPANY, to which ILLINOIS CENTRAL RAILROAD COMPANY is the successor in interest (either of said latter two companies being hereinafter referred to as the "Railroad Company"), and on the same day an Agreement and Assignment was entered into by and between the Vendor and IDS Certificate Company, a corporation duly organized and existing under the laws of the state of Delaware, (hereinafter called the "Assignee"), as successor to The Philadelphia Saving Fund Society (hereinafter called the Predecessor Assignee); and


WHEREAS, the Agreement was duly recorded with the Interstate Commerce Commission under Recordation Number 7880; and

WHEREAS, in said Agreement for a consideration therein named and upon certain conditions therein set forth, the Vendor sold to the Railroad Company certain railroad equipment therein more particularly described but retained title thereto for the term in the Agreement provided and concurrently assigned its rights to the Assignee; and


WHEREAS, by the terms of the Agreement it was agreed that at the termination thereof, and after all the payments required thereby should have been completed and fully made by the Railroad Company to the Assignee, title to the railroad equipment thereby conditionally sold should pass to and vest in the Railroad Company, or its nominee or nominees, and said railroad equipment should thereupon be and become the absolute property of the Railroad Company, or its nominee or nominees; and

WHEREAS, the said Railroad Company has completed all of said payments and has paid the full indebtedness in respect of the purchase price of the said railroad equipment, as covenanted and agreed in the Agreement, and has fully performed all the conditions and covenants therein set forth, and desires that the said railroad equipment now be released, assigned and transferred:

NOW, THEREFORE, IDS Certificate Company, as Assignee aforesaid, for and in consideration of the premises, and the sum of One Dollar (\$1.00), good and lawful money of the United States, to it in hand paid by said Railroad Company at or before the ensealing and delivery of these presents, the receipt whereof is hereby acknowledged, has released, assigned and transferred and by these presents further documents and acknowledges said ~~does release, assign and~~ ment transfer unto ILLINOIS CENTRAL RAILROAD COMPANY, and its



successors and assigns, without recourse in any event, all of the railroad equipment mentioned and described in the Agreement.

The Assignee makes no representations or warranties of any kind hereby, <sup>but not limited to</sup> ~~express or implied, including as to the present~~ existence or condition of said railroad equipment or whether it is now in the possession of the Railroad Company. 

This Release is being simultaneously executed in a number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

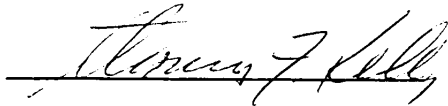
IN WITNESS WHEREOF, IDS Certificate Company has caused these presents to be signed in its corporate name, and its corporate seal, duly attested, to be hereunto affixed this 2nd day of May, A.D. 1990.

<sup>T</sup>  
IDS CERTIFICATE COMPANY

By: 

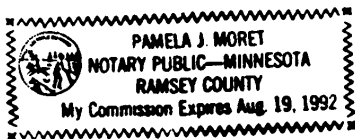
Vice President


ATTEST:



STATE OF MINNESOTA )  
 ) SS  
COUNTY OF HENNEPIN )

On the 2nd day of May, 1990, before  
me personally came James W. Sowles to me known,  
who being by me duly sworn, says that he is a Vice President of  
IDS CERTIFICATE COMPANY; that one of the seals affixed to the  
foregoing instrument is the corporate seal of said corporation;  
that said instrument was signed and sealed on behalf of said  
corporation by authority of its Board of Directors, and he  
acknowledged that the execution of the foregoing instrument was  
the free act and deed of said corporation.



  
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Notary Public